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RECORDER

VANDERBURGH COUNTY

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2009R00009134

04/14/2009

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RECORDING FEES: \$17.00

PAGES: 4

**AMENDED BY-LAWS OF THE**  
**McCUTCHANVILLE CEMETERY ASSOCIATION**

By-Laws adopted 12 February 2009

**ARTICLE I**  
**IDENTIFICATION**

The name of this Association is the McCutchanville Cemetery Association.

The post office address of the Association is;  
McCutchanville Cemetery Association  
% Kurt Georgesen, Secretary  
10224 Browning Road  
Evansville, IN 47725

**ARTICLE II**  
**STATEMENT OF PURPOSE**

The purpose of the McCutchanville Cemetery Association shall be to operate and maintain the McCutchanville Cemetery which is located in the unincorporated community of McCutchanville which is located in northern Vanderburgh County, Indiana. The association sells graves, oversees opening and closing of graves, and maintains the cemetery by mowing grass, trimming trees and undergrowth, and repairing gravestones and fences. The Association shall have the right to receive donations, gifts, grants, devises, bequests, fees and contributions for the purposes set forth herein and to expend, use, manage, invest, hold and reserve the same in accordance with the terms and conditions of any grant, gift, devise, bequest, will or trust or other instrument.

This organization is formed exclusively for the benefit of the public and the common welfare and well being of the community in accordance with Section 501(c) (3) of the Code.

**ARTICLE III**  
**MEMBERS**

1. The Association shall have one (1) class of members designated as "General Members". All persons owning a lot or one representative of a person interred in the McCutchanville Cemetery shall become members of the Association with full and equal privileges with all other members.
2. All members shall be entitled to one vote, each, on each matter submitted to a vote of the membership.
3. Membership in this Association is not transferable or assignable except that said membership shall remain with the cemetery lots and shall transfer to any new purchaser of said lot.

**ARTICLE IV**  
**MEETING OF MEMBERS**

1. Annual Meeting. An annual meeting of the members shall be held in January of each year, if possible, but no later than March of each year, at a time and place to be determined by the officers of the Association, for the purpose of electing Directors and for the transaction of such other business as may come before the meeting. If the day fixed for the annual meeting shall be a legal holiday, such meeting shall be held on the next succeeding business day. If the election of Directors shall not be held on the day designated herein for the annual meeting, the Board of Directors shall cause the election to be held at a Special Meeting of the members as soon thereafter as it conveniently may be held.

2. Special Meetings. Special meetings of the members may be called by the President, the Board of Directors or by members having not less than one-fourth (1/4) of voting rights.

3. Place of Meetings. The Board of Directors may designate any place within the County of Vanderburgh, State of Indiana, as the place of meeting for any annual meeting, or any special meeting called by the Board of Directors.

4. Notice of Meetings. Written or printed notice stating the place and hour of any meeting of members shall be delivered either personally or by mail to each member entitled to vote at such meeting or, if such delivery is not possible, by publication in a major local newspaper in public circulation, not less than three (3) days before the date of such meeting.

5. Quorum The members holding 25% of the votes which may be cast at any meeting shall constitute a quorum at such meeting. If quorum is not present at any meeting of its members, the members present may be considered a quorum and vote on any motion or any item brought before the members by the directors.

**ARTICLE V**  
**BOARD OF DIRECTORS**

1. General Powers. The affairs of the Association shall be managed by its Board of Directors. All Directors shall be members of the Association. It shall be the duty of the Directors to safeguard the interests of this Association by careful and safe investments of all funds in their care. The interest only derived from said funds shall be used for the mowing or other expenses of keeping the cemetery in order.

The Directors shall have the right to refuse to sell any of the grave sites to any person or entity the Directors feel are purchasing the grave sites for the possibility of commercial resale or for interests not consistent with the goals of the Association. Under no circumstances, however, shall the sale of lots be denied to any person on the basis of race, creed, religion, national origin, sex or any other constitutionally impermissible reason.

2. Qualifications. The initial Board of Directors shall be composed of nine (9) members who shall hold office until the first annual meeting of the membership. The maximum number of Directors shall be nine (9) members, or as designated by the membership from time to time. As provided by the Articles of Association, under no circumstances shall the minimum number of Directors be less than three (3). Each Director shall serve for three (3) years or until his successor is elected and qualified with no more than three (3) Directors' terms to expire in any given year so that each year three (3) Directors will be elected to a new term.

3. Regular Meetings. A regular annual meeting of the Board of Directors shall be held, without notice other than these By-Laws, immediately after and at the same place as the annual meeting of the membership.

4. Special Meetings. Special meetings of the Board of Directors may be called by or at the request of the President, or any two (2) Directors. The person or persons authorized to call special meetings of the Board may fix any place within Vanderburgh County, Indiana, as the place for holding any special meeting of the Board called by them.

5. Notice. Notice of any special meeting of the Board of Directors shall be given at least two (2) days previously thereto, by written notice, delivered personally or sent by mail to each Director at his or her address as shown by the records of the Association or by telephone contact directly with such Director. Any Director may waive notice of any meeting. The business to be transacted at the meeting need not be specified in the notice or waiver of notice of such meeting.

6. Quorum. A majority of the Board of Directors shall constitute a quorum for the transaction of business at any meeting of the Board, but if less than a majority of the Directors are present at said meeting, a majority of the Directors present may adjourn the meeting from time to time, without further notice.

7. Vacancies. Any vacancy occurring in the Board of Directors shall be filled by the Board of Directors for the unexpired term.

**ARTICLE VI**  
**OFFICERS**

1. Officers. The officers of this Association shall be a President, Vice-President, Secretary and Treasurer. Officers shall be elected by the Directors, at the annual meeting. Any person who is a General Member shall be qualified to be elected an officer.

2. Term of Office. The officers of the Association shall hold office for one (1) year or until his or his/her successor shall have been elected and qualified.

3. Vacancies. A vacancy in any office because of death, resignation, removal, disqualification or otherwise may be filled by the Board of Directors for the unexpired portion of the term.

4. President. The President shall be the principal executive officer of the Association and shall, in general, supervise and control all of the business and affairs of the Association. He shall preside at all meetings of the members and of the Board of Directors. He/she may sign, with the Secretary, or any other proper officer of the Association authorized by the Board of Directors, any deeds, mortgages, bonds, contracts or other instruments which the Board of Directors may have authorized to be executed, and in general, shall perform all duties incident to the office of President and such other duties as may be prescribed by the Board of Directors from time to time.

5. Vice President. The Vice President shall perform all duties incumbent upon the President during the absence or disability of the President and perform such other duties as this Code of By-Laws may prescribe or the Board of Directors may prescribe.

6. Treasurer. If required by the Board of Directors, the Treasurer shall give a bond for the faithful discharge of his duties, in such sum and with such surety as the Board of Directors shall determine. He shall have charge and custody of and be responsible for all funds and securities of the Association; receive and give receipts for monies due and payable to the Association from any source whatsoever, and deposit all such monies in the name of the Association in such bank or other depositories as shall be selected by the Board of Directors. In general, he/she shall perform all of the duties incident to the office of Treasurer and such other duties as, from time to time, may be assigned to him by the President or by the Board of Directors.

7. Secretary. The Secretary shall keep the minutes of the meetings of the Members and of the Board of Directors in one or more books provided for that purpose. He shall see that all notices are duly given in accordance with the provisions of these By-Laws, or as required by law shall be the custodian of the corporate records and the seal of the Association. He shall, in general, perform all duties incident to the office of Secretary and such other duties as, from time to time, may be assigned to him by the President, or by the Board of Directors.

**ARTICLE VII**  
**COMMITTEES**

The Board of Directors, by resolution adopted by a majority of the Directors in office, may designate one or more committees, and such committees, shall continue as such until the next annual meeting of the members of the Association.

**ARTICLE VIII**  
**DISSOLUTION**

Section 1. In the event of dissolution, the residual assets of the McCutchanville Cemetery Association will be turned over to one or more organizations which themselves are exempt as organizations described in Section 501(c) (3) and 107(c) (2) of the Internal Revenue Code of 1954 or corresponding section of any prior or future law, or to the Federal, State or Local government for exclusive public purpose.

A statement of purpose will also be added which states the Corporation is organized exclusively to further the common welfare and well-being of the community in accordance with Section 501 (c) (3) of the code.

**ARTICLE IX  
MISCELLANEOUS**

1. No profit shall inure to the benefit of any member, Director or other officer of the Association; however, this provision shall not preclude the reimbursement to any member, Director or officer for expenditures directly made on behalf of the Association.
2. The power to make, alter, amend or repeal this Code By-Laws is vested in the members of the Association and such may be amended, from time to time, by a majority vote of the membership present at any annual meeting or special meeting of the membership called for such purpose.
3. The Treasurer of the Association shall distribute to those members present at the annual meeting, a financial statement stating the true financial condition of this Association.
4. All mausoleums must have prior approval of the Board of Directors before they can be placed on any grave site.

These Revised Bylaws ADOPTED by the Board of Directors of this Association;

This 12th day of February, 2009.

Kurt Georgesen  
Secretary

ATTEST:

Paul Swope  
President

x Paul Swope

STATE OF Indiana  
COUNTY OF Vanderburgh

Before me, the undersigned, a Notary Public in and for Vanderburgh County and Indiana State, personally appeared Paul E. Swope, who acknowledged the execution of the foregoing document to be his voluntary act.

WITNESS, my hand and Notarial Seal this 14 of April, 2009.

Abby M. Veeck  
Signature of Notary Public



ABBY M. VEECK  
Resident of Vanderburgh County IN  
Commission Expires July 26, 2014

I affirm, under the penalties for perjury, that I have taken reasonable care to redact each Social Security number in this document, unless it is required by law.

Paul Swope  
(Name)

McCutchanville Cemetery By-Laws 2009 Page 4 of 4

THIS INSTRUMENT WAS PREPARED BY

Paul Swope